SMITH RICHARD P

Form 4 June 24, 2010

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

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0.5

Estimated average burden hours per response...

5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5

obligations

may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

1(b).

Common

Stock

06/24/2010

(Print or Type Responses)

1. Name and Address of Reporting Person *

SMITH RICHARD P		Symbol TRICO BANCSHARES / [tcbk]					Issuer				
(Last) 63 CONST	(First) (Middle)	3. Date o	f Earliest T Day/Year)		-	-	X Director X Officer (give below)		Owner er (specify	
			Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
CHICO, CA 95973			j					Form filed by More than One Reporting Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivativ	Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deem Execution any (Month/D	Date, if	3. Transactic Code (Instr. 8)	4. Securi oner Dispo (Instr. 3,	sed of		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	06/24/2010			<u>J(1)</u>	0	A	\$ 0	81,171	D		
Common Stock	06/24/2010	06/29/20	010	J <u>(2)</u>	2,694	A	\$ 17.9681	1,225,816	I	By TriCo ESOP of which I am a	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

J(1)

0

\$0

Trustee

Spouse

By

I

189.272

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration D	ate	Amoun	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Owne
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date Expiration		Or Number			
						Exercisable	Date	Title Number of	Number		
				C-J- V	(A) (D)						
				Coue v	(A) (D)			7	Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships

10% Owner Officer Director Other

SMITH RICHARD P

President & CEO **63 CONSTITUTION DRIVE** X CHICO, CA 95973

Signatures

Suzanne Youngs "Power of 06/24/2010 Attorney"

**Signature of Reporting Person Date

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) No transactions occurred among these shares, intended only to reflect number of shares beneficially owned.
- (2) ESOP purchased shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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